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BEACH CLUB II - 01/04 CORP.

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Amendment
09/07/06
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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
BEACH CLUB II - 01/04 CORP.

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendments adopted:

Article VII is hereby amended to read as follows: The name and address of the initial director of the corporation is as follows: David Hoffmann, 2600 Douglas Road, Suite 1100, Coral Gables, FL 33134.

Article VIII is hereby amended to read as follows: The name and address fo the initial officer of the corporation is as follows: David Hoffmann, President & Secretary, 2600 Douglas Road, Suite 1100, Coral Gables, FL 33134.

SECOND: The date of the amendment's adoption was September 6, 2006.

THIRD: Adoption of Amendment:

The amendment was adopted by the board of directors without shareholder action and shareholder action was not required.

Signed this 6th day of September, 2006.


TOMAS HOFFMANN
PRESIDENT

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